

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

VESTTOO LTD., *et al.*,¹

Debtors.

ACP Post Oak Credit I LLC and ACP Post
Oak Credit II LLC

Appellant,

v.

VESTTOO LTD., *et al.*, and the Official
Committee of Unsecured Creditors of Vesttoo
LTD, *et al.*

Appellees.

Chapter 11

Case No. 23-11160 (MFW)

(Jointly Administered)

Civil Action No. 1:24-cv-00304-JLH

**STATEMENT OF ISSUES AND DESIGNATION OF RECORD ON APPEAL
BY ACP POST OAK CREDIT I LLC AND ACP POST OAK CREDIT II LLC**

ACP Post Oak Credit I LLC and ACP Post Oak Credit II LLC (together, “Appellants”) hereby provides, pursuant to Rule 8009 of the Federal Rules of Bankruptcy Procedure, the following statement of issues and designation of the items to be included in the record in connection with Appellants’ appeal from the *Order Approving Disclosure Statement on Final Basis and Confirming Official Committee of Unsecured Creditors’ Second Modified Second Amended Chapter 11 Plan of Liquidation for Vesttoo Ltd. and its Debtor Affiliates* [Docket No. 763] (the “Confirmation Order”) entered by the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

¹ Due to the large number of debtor entities in these chapter 11 cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://dm.epiq11.com/vesttoo>.

STATEMENT OF ISSUES ON APPEAL

1. Whether the Bankruptcy Court erred in confirming the amended chapter 11 plan of reorganization, including the approval of settlements with four cedents, without resolicitation of the chapter 11 plan, on shortened notice to creditors and parties in interest, and without providing Appellants' adequate time to obtain discovery and to file formal written objections.

DESIGNATION OF RECORD ON APPEAL

2. Appellants hereby designate the following items to be included in the record on appeal, which includes all exhibits and addenda attached thereto and filed therewith and all documents incorporated by reference therein:

Docket No.	Docket Entry Date	Description
418	11/20/2023	Combined Disclosure Statement and Chapter 11 Plan of Liquidation
419	11/20/2023	Motion for Entry of an Order (A) Approving the Disclosure Statement on an Interim Basis, (B) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (C) Approving the Form of Ballot and Solicitation Materials, (D) Establishing Voting Record Date, (E) Fixing the Date, Time, and Place for the Hearing on Final Approval of the Disclosure Statement and Confirmation of the Plan and the Deadline for Filing Objections Thereto, and (F) Approving Related Notice Procedures and Deadlines
473	12/20/2023	Order (A) Approving the Disclosure Statement on an Interim Basis, (B) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, (C) Approving the Form of Ballot and Solicitation Materials, (D) Establishing Voting Record Date, (E) Fixing the Date, Time, and Place for the Hearing on Final Approval of the Disclosure Statement and Confirmation of the Plan and the Deadline for Filing Objections Thereto, and (F) Approving Related Notice Procedures and Deadlines
474	12/21/2023	Amended Chapter 11 Combined Plan & Disclosure Statement (Solicitation Version)
476	12/21/2023	Amended Chapter 11 Combined Plan & Disclosure Statement (CORRECTED SOLICITATION VERSION)

Docket No.	Docket Entry Date	Description
562	01/16/2024	Notice of Filing Plan Supplement to the Official Committee of Unsecured Creditors' Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and its Debtor Affiliates
578	01/19/2024	Notice of Filing Amended Plan Supplement to the Official Committee of Unsecured Creditors' Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and its Debtor
621	01/31/2024	Notice of (I) Adjourned Final Combined Hearing on Approval of the Disclosure Statement and Confirmation of the Plan, (II) Status Conference With Respect Thereto, and (III) Certain Related Deadlines
656	02/14/2024	Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Section 105(a) of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee and Clear Blue Regarding Vesttoo Bay XIV, Limited Partnership
658	02/15/2024	Motion to Shorten Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Section 105(a) of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among the Committee and Clear Blue Regarding Vesttoo Bay XIV, Limited Partnership
659	02/15/2024	Order Granting Motion to Shorten Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Section 105(a) of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among the Committee and Clear Blue Regarding Vesttoo Bay XIV, Limited Partnership
668	02/15/2024	The Official Committee of Unsecured Creditors' Omnibus Response to Certain Objections to, and Memorandum of Law in Support of, Confirmation of Combined Disclosure Statement and Amended Chapter 11 Plan of Liquidation of Vesttoo Ltd. and its Debtor Affiliates, Including Approval of Adequacy of Disclosure Statement on a Final Basis
669	02/15/2024	Declaration of Richard Newman in Support of the Official Committee of Unsecured Creditors' Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and Its Debtor Affiliates

Docket No.	Docket Entry Date	Description
677	02/16/2024	Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Section 105(a) of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee and Clear Blue Regarding Vesttoo Bay XIV, Limited Partnership
678	02/17/2024	Official Committee of Unsecured Creditors' Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and Its Debtor Affiliates
685	02/19/2024	Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee and Chaucer Regarding Vesttoo Bay XXIV, Limited Partnership
688	02/20/2024	Motion to Shorten Notice of Motion of the Official Committee of Unsecured Creditors For Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee and Chaucer Regarding Vesttoo Bay XXIV, Limited Partnership
692	02/20/2024	Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee, Beazley, and Porch Regarding Vesttoo Bay XIX, Limited Partnership
697	02/21/2024	Notice of Filing Second Amended Plan Supplement to the Official Committee of Unsecured Creditors' Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and Its Debtor Affiliates
698	02/21/2024	Motion to Shorten Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee, Beazley, and Porch Regarding Vesttoo Bay XIX, Limited Partnership
711	02/21/2024	Official Committee of Unsecured Creditors' Modified Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and Its Debtor Affiliates
715	02/21/2024	Supplemental Declaration of Richard Newman in Support of the Official Committee of Unsecured Creditors' Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and its Debtor Affiliates

Docket No.	Docket Entry Date	Description
726	02/23/2024	Order Granting Motion to Shorten Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee, Beazley, and Porch Regarding Vesttoo Bay XIX, Limited Partnership
721	02/22/2024	Joint Provisional Liquidators' Supplement to the JPLs' Objections to the Confirmation of the Committee's Modified Second Amended Combined Disclosure Statement and Plan
728	02/23/2024	Order Granting Motion to Shorten Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee and Chaucer Regarding Vesttoo Bay XXIV, Limited Partnership
730	02/23/2024	Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee and Chaucer Regarding Vesttoo Bay XXIV, Limited Partnership
731	02/23/2024	Notice of Motion of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlement Among Committee, Beazley, and Porch Regarding Vesttoo Bay XIX, Limited Partnership
737	02/26/2024	Joint Provisional Liquidators' Objection to Motions of the Official Committee of Unsecured Creditors for Approval, Pursuant to Sections 105(a), 363, 1123, and 1141 of the Bankruptcy Code and Rule 9019 of the Federal Rules of Bankruptcy Procedure, of the Settlements Between the Committee and: (A) Clear Blue Regarding Vesttoo Bay XIV, Limited Partnership; (B) Chaucer Regarding Vesttoo Bay XXIV, Limited Partnership; and (C) Porch and Beazley Regarding Vesttoo bay XIX, Limited Partnership
746	02/27/2024	Request for Adjournment of Hearing to Consider the Settlement Motions Between the Official Committee of Unsecured Creditors and the Four Settling Cedants
753	02/28/2024	Official Committee of Unsecured Creditors' Second Modified Second Amended Combined Disclosure Statement and Chapter 11 Plan of Liquidation for Vesttoo Ltd. and its Debtor Affiliates
763	02/29/2024	Order Confirming Chapter 11 Plan

Docket No.	Docket Entry Date	Description
777	03/06/2024	Notice of Appeal of Order Approving Disclosure Statement on Final Basis and Confirming Official Committee of Unsecured Creditors' Second Modified Second Amended Chapter 11 Plan of Liquidation for Vesttoo Ltd. and its Debtor Affiliates

HEARING TRANSCRIPTS

Docket No.	Docket Entry Date	Description
764	02/29/2024	Transcript regarding Hearing Held 02/26/24 RE: Cont'd Confirmation Hearing
765	02/29/2024	Transcript regarding Hearing Held 02/27/24 RE: Cont'd Confirmation Hearing
766	02/29/2024	Transcript regarding Hearing Held 02/28/24 RE: Cont'd Confirmation Hearing

3. Appellants reserve the right to amend, modify, or supplement the foregoing issues and designations.

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CERTIFICATION REGARDING TRANSCRIPTS

4. Pursuant to Rule 8009(b)(1) of the Federal Rules of Bankruptcy Procedure, Appellants hereby certify that they are not ordering any transcripts. All transcripts have been prepared and are filed on the docket and are designated in the foregoing designation of the record.

Dated: March 20, 2024
New York, New York

/s/ Gregg M. Galardi

Gregg M. Galardi (DE No. 2991)

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CERTIFICATE OF SERVICE

In accordance with the provisions of Bankruptcy Rule 8003(c)(1), I certify that on March 20, 2024, a true and correct copy of the foregoing was served by the Court's Electronic Case Filing System to all parties registered or otherwise entitled to receive electronic notices.

/s/ Gregg M. Galardi

Gregg M. Galardi